

RECORDATION NO. 9055-C FILED

JUN 28 '06

11-40AM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

June 28, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Release, dated as of May 1, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and relates to the Conditional Sale Agreement, Assignment and Agreement previously filed with the Commission under Recordation Number 9055, 9055-A and 9055-B, respectively.

The name and address of the party to the enclosed document are:

Agent/Assignee: J.P. Morgan Trust Company, N.A.
(successor in interest to Bank One Trust
Company, N.A. and American National Bank
and Trust Company of Chicago)
One First National Plaza
Chicago, IL 60670

[Railroad: Bessemer and Lake Erie Railroad Company
135 Jamison Lane
Monroeville, PA 15146]

Mr. Vernon A. Williams
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A description of the railroad equipment covered by the enclosed document is:

600 hopper railcars RELEASED: BLE 65550 – BLE 66149.

A short summary of the document to appear in the index is:

Release.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem
Enclosures

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(Release - STB Recordation No. 9055)

SURFACE TRANSPORTATION BOARD

RELEASE dated as of May 1, 2006.

WHEREAS, Greenville Steel Car Company (the "Builder") as vendor and **Bessemer and Lake Erie Railroad Company** (the "Railroad") as vendee entered into a Conditional Sale Agreement dated as of October 1, 1977 (the "CSA") whereby, among other things, the Builder retained full security title to, and property in, the six-hundred (600) 100-ton open top hopper cars marked **BLE 65550 to BLE 66149 inclusive** (the "Equipment") until such time as the Railroad satisfied its payment obligations thereunder;

WHEREAS, the Builder as assignor and American National Bank and Trust Company of Chicago (predecessor-in-interest to Bank One Trust Company, N.A., (predecessor-in-interest to J.P. Morgan Trust Company, N.A.) (the "Agent") as assignee entered into an Agreement and Assignment dated as of October 1, 1977 (the "Assignment") whereby, among other things, the Builder assigned to the Agent all its i) right, title and interest in the Equipment and ii) rights, powers, privileges and remedies under the CSA;

WHEREAS, the Builder, the Agent, the Railroad and certain investors named therein entered into a Finance Agreement dated as of October 1, 1977 (the "Agreement") whereby, among other things, the issuance of the 7.50% Conditional Sale Indebtedness due March 1, 1986 (the "Conditional Sale Indebtedness"), in connection with the CSA and the Equipment thereunder, was contemplated;


WHEREAS, on October 27, 1977 at 11:05 A.M., the CSA, the Assignment and the Agreement were filed with the Interstate Commerce Commission (predecessor to the Surface Transportation Board) pursuant to Section 20c of the Interstate Commerce Act (now 49 U.S.C. Section 11301) with assigned recordation numbers 9055, 9055-A and 9055-B, respectively;

AND WHEREAS, the Railroad has heretofore fully discharged and satisfied all of its obligations under the CSA (including the repayment of the Conditional Sale Indebtedness).

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Agent hereby releases all of its rights, title and interest in the CSA and the Equipment thereunder.

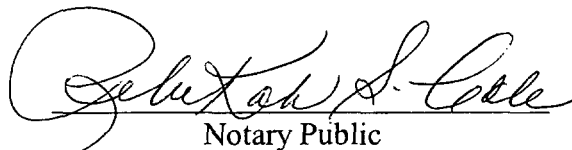
IN WITNESS WHEREOF, the Agent has caused these presents to be executed in its name by its officer thereunto duly authorized as of the year and day first above written.

J.P. Morgan Trust Company, N.A.,
as Agent

By: 
Lawrence Dillard
Its: Vice President

STATE OF ILLINOIS)
) ss:
COUNTY OF COOK)

On this 15th day of June, 2006 before me personally appeared Lawrence Dillard, to me personally known, who, being by me duly sworn, say that he is Vice President of *J.P. Morgan Trust Company, N.A.*, that said instrument was signed on behalf of said entity by authority of its Board of Directors, and he / she acknowledged that the execution of said instrument was the free act and deed of said entity.


Notary Public

My Commission expires: _____

[Notarial Seal]

